

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: §
§
STANDCO INDUSTRIES, INC. § CASE NO. 10-37364
§
Debtor. §

STANDCO INDUSTRIES, INC., §
§
Plaintiff, §
§
vs. § Adversary No. _____
§
LARRY DOUGLAS MCCANN, §
§
Defendant. §

**COMPLAINT FOR AVOIDANCE AND RECOVERY OF
PREFERENTIAL AND FRAUDULENT TRANSFERS AND
RECOVERY OF DAMAGES RESULTING FROM BREACH
OF FIDUCIARY DUTY, EMBEZZLEMENT AND UNJUST ENRICHMENT**

Standco Industries Inc. ("Standco") complains of Larry Douglas McCann ("McCann") as follows:

PARTIES

1. Standco is a corporation that may be served through its undersigned counsel.
2. McCann is an individual that may be served with process pursuant to Fed. R. Bank. P. 7004(b) at 2625 Stoneleigh Circle, Richardson, Texas 75080.

JURISDICTION AND VENUE

3. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(A), (E), (F), (H) and (O), and this Court may enter final judgment on the merits of the case. .

4. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

5. The statutory predicates for the relief requested herein are 11 U.S.C. §§ 547, 548 and 550 and Tex. Bus. & Com. Code §§ 24.005, 24.006 and 24.013.

BACKGROUND

A. The Bankruptcy Case

6. On August 31, 2010 (the “Petition Date”), Standco filed a voluntary petition in the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the “Court”) for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”).

7. On July 21, 2011, the Court entered its Order Approving Disclosure and Confirming Combined Plan of Reorganization and Disclosure Statement, As Modified [Dkt 246] (the “Confirmation Order”) confirming the Debtor’s Combined Plan of Reorganization and Disclosure Statement (the “Plan”).

8. Under the Plan, Standco’s claims and causes of action against others were retained for the benefit of Standco and its estate.

9. The Chief Restructuring Officer was designated as Standco’s estate’s representative that has the right to commence, prosecute, or settle Standco’s claims and causes of action.

B. The Transfers to McCann

10. McCann was the majority shareholder and President and Chief Executive Officer of Standco.

11. Standco transferred \$3,146,657.36 (the “Transfers”) to McCann from May 1, 2007 through the Petition Date. A summary of the Transfers is attached as **Exhibit “A”**.

12. On August 8, 2011, Standco sent a demand letter (the “Demand Letter”) to McCann requesting: (i) that McCann return the preferential and/or fraudulent transfers; or (ii) that McCann provide Standco with valid defenses to payment, including an explanation of such defenses and copies of supporting documentation.

13. McCann did not respond to the Demand Letter.

14. Under information and belief, McCann diverted funds of Standco for the personal benefit of McCann and others.

15. Under information and belief, Standco transferred the Transfers to McCann without receiving reasonably equivalent value.

COUNT 1
RECOVERY OF PREFERENTIAL TRANSFERS UNDER 11 U.S.C. § 547

16. Standco incorporates all preceding paragraphs as if fully re-alleged.

17. On or within one year before the Petition Date (the “Preference Period”), Standco transferred not less than \$647,689.36 (collectively, the “Preferential Transfers”) to McCann. A summary of the Preferential Transfers is included in **Exhibit “A”**.

18. McCann was an “insider” of Standco within the meaning of section 101(31) of the Bankruptcy Code because he was a director, officer and/or person in control of Standco.

19. McCann was an alleged creditor of Standco at the time of the Preferential Transfers within the meaning of section 101(10)(A) of the Bankruptcy Code.

20. The Preferential Transfers were to or for the benefit of McCann under the meaning of section 547(b)(1) of the Bankruptcy Code because the Preferential Transfers either reduced or fully satisfied an alleged debt owed by Standco to McCann.

21. The Preferential Transfers were for or on account of an alleged antecedent debt owed by Standco before the Preferential Transfers were made.

22. Standco was insolvent during the Preference Period.

23. As a result the Preferential Transfers, McCann received more than he would have received if: (i) Standco's case was under Chapter 7 of the Bankruptcy Code; (ii) the Preferential Transfers had not been made; and (iii) McCann received payment of his alleged debts under the provisions of the Bankruptcy Code.

24. Accordingly, the Preferential Transfers are subject to avoidance under section 547(b) of the Bankruptcy Code, and Standco is entitled to judgment against McCann in the amount of the Preferential Transfers.

COUNT 2
RECOVERY OF FRAUDULENT TRANSFERS UNDER 11 U.S.C. § 548

25. Standco incorporates all preceding paragraphs as if fully re-alleged.

26. On or within two years before the Petition Date, Standco transferred not less than \$1,588,859.71 (collectively, the "Fraudulent Transfers," and together with the Preferential Transfers, the "Avoidable Transfers") to McCann. A summary of the Fraudulent Transfers is included in **Exhibit "A"**.

27. The Fraudulent Transfers were made with actual intent to hinder, delay or defraud any entity to which Standco was or became, on or after the date such Fraudulent Transfers occurred, indebted.

28. In addition, Standco received less than reasonably equivalent value in exchange for the Fraudulent Transfers.

29. Standco was: (i) insolvent on the date of each of the Fraudulent Transfers were made, or became insolvent as a result of such Fraudulent Transfers; (ii) engaged in business or a transaction, or was about to engage in business or a transaction, for which any property remaining with Standco was an unreasonably small capital; (iii) intended to incur, or believed that

Standco would incur, debts that would be beyond Standco's ability to pay as such debts matured; or (iv) made such transfer to or for the benefit of an insider, or incurred such obligation to or for the benefit of an insider, under an employment contract and not in the ordinary course of business.

30. Accordingly, the Fraudulent Transfers are subject to avoidance under section 548(a) of the Bankruptcy Code, and Standco is entitled to judgment against McCann in the amount of the Fraudulent Transfers.

COUNT 3
RECOVERY OF AVOIDABLE TRANSFERS UNDER 11 U.S.C § 550

31. Standco incorporates all preceding paragraphs as if fully re-alleged.

32. Under 11 U.S.C. §550(a), Standco seeks that the Court enter a judgment finding that the Avoidable Transfers were preferential and/or fraudulent transfers pursuant to 11 U.S.C. §§ 547(b) and 548(a), and ordering the initial transferee of the Avoidable Transfers or any immediate or mediate transferee of the Avoidable Transfers to account for and reconvey, return and retransfer to Standco the sum of \$1,588,859.71, plus costs and pre- and postjudgment interest to the maximum extent permitted by contract, law or equity.

COUNT 4
RECOVERY OF TRANSFERS FRAUDULENT
AS TO PRESENT CREDITORS UNDER UFTA § 24.005

33. Standco incorporates all preceding paragraphs as if fully re-alleged.

34. Chapter 24 of the Texas Business and Commerce Code may be cited as the Uniform Fraudulent Transfer Act (the "UFTA"). *See* Tex. Bus. & Com. Code § 24.001.

35. McCann is an "insider" within the meaning of section 24.002(7) of the UFTA because he was a director, officer and/or person in control of Standco.

36. On or within four years before the Petition Date, Standco transferred not less

than \$3,146,657.36 (collectively, the “UFTA Transfers”) to McCann. A summary of the UFTA Transfers is included in **Exhibit “A”**.

37. Standco made the UFTA Transfers to McCann with actual intent to hinder, delay, or defraud any creditor of Standco.

38. In addition, Standco made the UFTA Transfers to McCann without receiving reasonably equivalent value in exchange for the UFTA Transfers, and Standco (i) was engaged or was about to engage in a business or a transaction for which the remaining assets of Standco were unreasonably small in relation to the business or transaction; or (ii) intended to incur, or believed or reasonably should have believed that Standco would incur, debts beyond its ability to pay as they became due.

39. Accordingly, the UFTA Transfers are subject to avoidance under UFTA, and Standco is entitled to judgment against McCann in the amount of the UFTA Transfers.

COUNT 5
RECOVERY OF TRANSFERS FRAUDULENT AS TO
PRESENT AND FUTURE CREDITORS UNDER UFTA § 24.006

40. Standco incorporates all preceding paragraphs as if fully re-alleged.

41. Standco made the UFTA Transfers without receiving reasonably equivalent value in exchange for the transfers.

42. Standco was insolvent at the time of the UFTA Transfers or Standco became insolvent as a result of the UFTA Transfers.

43. McCann had reasonable cause to believe that Standco was insolvent at the time the UFTA Transfers were made.

44. The UFTA Transfers were made to McCann as an insider for an alleged antecedent debt.

45. Accordingly, the UFTA Transfers are subject to avoidance under UFTA, and

Standco is entitled to judgment against McCann in the amount of the UFTA Transfers.

COUNT 6
BREACH OF FIDUCIARY DUTY

46. Standco incorporates all preceding paragraphs as if fully re-alleged.

47. McCann, as President and Chief Executive Officer of Standco, owed a fiduciary duty to Standco.

48. McCann breached his fiduciary duty to Standco by diverting Standco's funds for his own personal purposes.

49. McCann further breached his fiduciary duty to Standco by improperly managing Standco's finances and causing a default under Standco's secured obligations owed.

50. McCann's breach of his fiduciary duties resulted in the ultimate liquidation and demise of Standco.

51. McCann's breach of fiduciary duties was so egregious that it meets or comes close to the level that would be required to prove fraud, embezzlement, or larceny.

52. Accordingly, Standco is entitled to recover all of its damages in an amount of not less than \$3,146,657.36.

COUNT 7
EMBEZZLEMENT

53. Standco incorporates all preceding paragraphs as if fully re-alleged.

54. McCann had access to Standco's books.

55. McCann converted Standco's property by making the Transfers to himself with the intent to defraud Standco.

56. Standco seeks recovery of the Transfers embezzled by McCann.

57. Accordingly, Standco is entitled to recover all of its damages in an amount of not

less than \$3,146,657.36.

COUNT 8
UNJUST ENRICHMENT

58. Standco incorporates all preceding paragraphs as if fully re-alleged.

59. McCann received the Transfers representing funds that belong to Standco.

60. McCann's receipt of the funds is wrongful in that Standco received no consideration for the Transfers to McCann.

61. Standco seeks recovery of the Transfers unjustly had and received by McCann.

62. Accordingly, Standco is entitled to recover all of its damages in an amount of not less than \$3,146,657.36.

COUNT 9
ATTORNEYS' FEES, EXPENSES, COSTS AND INTEREST

63. Standco incorporates all preceding paragraphs as if fully re-alleged herein.

64. Standco requests that the Court award Standco all reasonable attorneys' fee, expenses, costs, and pre- and postjudgment interest allowed under section 24.013 of the UFTA and any other legal or equitable basis.

CONCLUSION

65. Based on the foregoing, Standco respectfully requests that this Court enter a judgment in favor of Standco and against McCann in the amount \$3,146,657.36 plus attorneys' fees, expenses, costs, and interest and grant Standco such other and further relief as is just and equitable.

Dated: October 3, 2011.

Respectfully submitted,



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SPECIAL COUNSEL FOR DEBTOR

In re Standco Industries, Inc.
 In the United States Bankruptcy
 Court for the Southern District of
 Texas, Houston Division
 Case No. 10-37364

EXHIBIT A
Larry Douglas McCann
Transfers

Reference No.	Date	Amount
903535	08/16/10	\$7,500.00
118539	08/05/10	\$3,000.00
903520	08/02/10	\$8,378.00
903520V	08/02/10	-\$8,378.00
903534	08/02/10	\$7,500.00
728	07/31/10	\$5,000.00
728	07/31/10	\$3,500.00
728	07/31/10	\$5,000.00
728	07/31/10	\$12,500.00
728	07/31/10	\$3,750.00
728	07/31/10	\$12,500.00
728	07/31/10	\$4,750.00
728	07/31/10	\$2,500.00
728	07/31/10	\$5,000.00
728	07/31/10	\$7,500.00
728	07/31/10	\$7,500.00
903509	07/16/10	\$7,500.00
903509V	07/16/10	-\$7,500.00
903518	07/16/10	\$7,500.00
903508	07/01/10	\$7,500.00
903508V	07/01/10	-\$7,500.00
903517	07/01/10	\$7,500.00
628	06/30/10	\$5,000.00
628	06/30/10	\$12,500.00
628	06/30/10	\$3,750.00
628	06/30/10	\$5,000.00
628	06/30/10	\$4,500.00
628	06/30/10	\$2,750.00
628	06/30/10	\$4,000.00
628	06/30/10	\$5,000.00
903507	06/16/10	\$7,500.00
903507V	06/16/10	-\$7,500.00
903516	06/16/10	\$7,500.00
903506	05/31/10	\$7,500.00
903506V	05/31/10	-\$7,500.00
903515	05/31/10	\$7,500.00
903505	05/17/10	\$7,500.00
903505V	05/17/10	-\$7,500.00

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Reference No.	Date	Amount
903514	05/17/10	\$7,500.00
903504	04/30/10	\$7,500.00
903504V	04/30/10	-\$7,500.00
903513	04/30/10	\$7,500.00
428	04/30/10	\$5,000.00
428	04/30/10	\$4,250.00
428	04/30/10	\$4,800.00
428	04/30/10	\$3,500.00
428	04/30/10	\$5,800.00
428	04/30/10	\$7,500.00
428	04/30/10	\$2,000.00
428	04/30/10	\$5,000.00
428	04/30/10	\$9,500.00
428	04/30/10	\$5,000.00
428	04/30/10	\$7,500.00
428	04/30/10	\$4,000.00
428	04/30/10	\$7,500.00
903503	04/16/10	\$7,500.00
903503V	04/16/10	-\$7,500.00
903512	04/16/10	\$7,500.00
903502	04/01/10	\$7,500.00
903502V	04/01/10	-\$7,500.00
903511	04/01/10	\$7,500.00
328	03/31/10	\$3,500.00
328	03/31/10	\$4,824.99
328	03/31/10	\$4,250.00
328	03/31/10	\$2,830.98
328	03/31/10	\$4,000.00
328	03/31/10	\$3,500.00
328	03/31/10	\$5,000.00
328	03/31/10	\$4,500.00
328	03/31/10	\$4,750.00
328	03/31/10	\$5,920.77
328	03/31/10	\$5,000.00
328	03/31/10	\$1,500.00
328	03/31/10	\$5,000.00
328	03/31/10	\$3,750.00
328	03/31/10	\$4,750.00

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Larry Douglas McCann
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Reference No.	Date	Amount
328	03/31/10	\$3,500.00
328	03/31/10	\$8,500.00
903453	03/16/10	\$8,378.00
903453V	03/16/10	-\$8,378.00
903501	03/16/10	\$7,500.00
903501V	03/16/10	-\$7,500.00
903510	03/15/10	\$7,500.00
903446	03/01/10	\$8,378.00
903500	03/01/10	\$7,500.00
903500V	03/01/10	-\$7,500.00
228	02/28/10	\$4,500.00
228	02/28/10	\$3,800.00
228	02/28/10	\$4,820.96
228	02/28/10	\$5,400.00
228	02/28/10	\$9,500.00
228	02/28/10	\$4,750.00
228	02/28/10	\$6,000.00
228	02/28/10	\$3,984.93
228	02/28/10	\$5,281.33
903438	02/16/10	\$8,378.00
118222	02/11/10	\$2,176.66
118222V	02/11/10	-\$2,176.66
118224	02/11/10	\$2,176.66
903430	02/01/10	\$8,378.00
128	01/31/10	\$3,750.00
128	01/31/10	\$7,500.00
128	01/31/10	\$4,500.00
128	01/31/10	\$7,500.00
128	01/31/10	\$3,619.49
128	01/31/10	\$9,000.00
118186	01/22/10	\$4,250.00
903422	01/14/10	\$8,378.00
118159	01/14/10	\$2,176.66
118165	01/14/10	\$3,820.96
903412	12/31/09	\$8,378.00
903404	12/16/09	\$8,378.00
118068	12/14/09	\$6,000.00
118062	12/10/09	\$4,250.00

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Transfers

Reference No.	Date	Amount
57853	12/10/09	\$350.00
118054	12/07/09	\$4,000.00
903396	12/01/09	\$8,378.00
118031	11/25/09	\$3,618.44
118021	11/23/09	\$4,076.25
118002	11/17/09	\$3,118.86
903389	11/16/09	\$8,378.00
117996	11/12/09	\$3,500.00
117986	11/11/09	\$1,800.00
117974	11/09/09	\$8,500.00
117967	11/05/09	\$4,500.00
903383	10/29/09	\$8,378.00
117940	10/28/09	\$4,059.26
117941	10/28/09	\$3,000.00
117934	10/26/09	\$4,617.19
903377	10/15/09	\$8,378.00
117915	10/15/09	\$5,000.00
117907	10/14/09	\$6,627.63
117895	10/08/09	\$4,500.00
903369	10/01/09	\$8,378.00
903369V	10/01/09	-\$8,378.00
903374	10/01/09	\$8,378.00
117879	10/01/09	\$4,950.00
117894	09/30/09	\$4,750.00
117871	09/29/09	\$4,800.00
117852	09/22/09	\$5,000.00
903362	09/16/09	\$8,378.00
117821	09/14/09	\$5,000.00
903355	09/01/09	\$8,378.00
117800	08/31/09	\$2,500.00
Transfers Within One Year Period:		\$647,689.36
117794	08/27/09	\$2,500.00
117787	08/24/09	\$2,500.00
117779	08/20/09	\$4,963.49
117780	08/20/09	\$4,000.00
903343	08/17/09	\$8,378.00
903343V	08/17/09	-\$8,378.00
117761	08/17/09	\$2,500.00

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Transfers

Reference No.	Date	Amount
117762	08/17/09	\$3,000.00
903348	08/13/09	\$8,378.00
117733	08/10/09	\$9,500.00
117740	08/10/09	\$5,250.00
117741	08/10/09	\$3,106.11
117730	08/06/09	\$4,250.00
117718	08/03/09	\$8,500.00
117719	08/03/09	\$4,750.00
903336	07/30/09	\$8,378.00
117716	07/30/09	\$3,996.00
117703	07/28/09	\$2,703.35
117698	07/23/09	\$5,000.00
117699	07/23/09	\$2,000.00
117675	07/20/09	\$6,000.00
117676	07/20/09	\$6,500.00
903328	07/16/09	\$8,378.00
117658	07/13/09	\$4,635.43
117657	07/09/09	\$4,750.00
117643	07/06/09	\$5,750.00
117641	07/02/09	\$5,000.00
903321	07/01/09	\$8,378.00
117625	06/30/09	\$6,052.08
117622	06/29/09	\$9,500.00
117619	06/25/09	\$5,522.48
117607	06/22/09	\$5,500.00
117608	06/22/09	\$6,500.00
117600	06/18/09	\$4,927.31
903314	06/15/09	\$8,378.00
117583	06/15/09	\$4,331.77
117581	06/11/09	\$4,000.00
117573	06/09/09	\$4,015.81
117562	06/08/09	\$7,500.00
117563	06/08/09	\$8,470.81
903305	06/01/09	\$8,378.00
903305V	06/01/09	-\$8,378.00
903308	06/01/09	\$8,378.00
903308V	06/01/09	-\$8,378.00
903309	06/01/09	\$8,378.00

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Larry Douglas McCann
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Reference No.	Date	Amount
117544	06/01/09	\$3,750.00
117546	06/01/09	\$6,250.00
117522	05/26/09	\$7,500.00
117528	05/26/09	\$4,250.00
117529	05/26/09	\$3,250.00
117530	05/26/09	\$5,750.00
117520	05/21/09	\$2,500.00
903232V	05/18/09	-\$15,589.51
903233V	05/18/09	-\$15,589.51
903234V	05/18/09	-\$33,014.47
117504	05/18/09	\$4,500.00
117505	05/18/09	\$5,000.00
903298	05/14/09	\$8,378.00
117492	05/11/09	\$4,000.00
903290	05/01/09	\$10,472.50
117457	04/28/09	\$1,543.00
117453	04/27/09	\$3,500.00
117454	04/27/09	\$4,750.00
117439	04/20/09	\$6,500.00
903283	04/16/09	\$10,472.50
117420	04/13/09	\$4,500.00
117421	04/13/09	\$4,000.00
117418	04/10/09	\$7,500.00
117410	04/09/09	\$4,800.00
117411	04/09/09	\$5,900.00
117399	04/03/09	\$7,500.00
903276	04/01/09	\$10,472.50
117379	03/30/09	\$7,500.00
117369	03/23/09	\$9,000.00
117365	03/20/09	\$4,500.00
903269	03/16/09	\$10,472.50
117336	03/16/09	\$4,000.00
117325	03/12/09	\$4,800.00
117314	03/09/09	\$7,500.00
117315	03/09/09	\$5,500.00
117306	03/05/09	\$9,500.00
117295	03/03/09	\$5,000.00
903262	03/02/09	\$10,472.50

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Larry Douglas McCann
Transfers

Reference No.	Date	Amount
117283	02/26/09	\$7,500.00
117270	02/23/09	\$4,800.00
117267	02/20/09	\$5,000.00
117268	02/20/09	\$10,000.00
117259	02/18/09	\$5,000.00
903255	02/16/09	\$10,472.50
117238	02/12/09	\$5,000.00
117226	02/09/09	\$5,000.00
117212	02/05/09	\$15,000.00
117213	02/05/09	\$5,000.00
903248	02/02/09	\$10,472.50
117167	01/26/09	\$5,500.00
117160	01/22/09	\$4,500.00
117161	01/22/09	\$7,500.00
117162	01/22/09	\$4,800.00
117144	01/19/09	\$9,500.00
903241	01/16/09	\$10,472.50
117124	01/12/09	\$7,500.00
903232	01/08/09	\$15,589.51
903233	01/08/09	\$15,589.51
903234	01/08/09	\$33,014.47
117109	01/07/09	\$4,800.00
903227	12/31/08	\$10,472.50
117092	12/31/08	\$4,800.00
117093	12/31/08	\$4,750.00
117079	12/29/08	\$12,500.00
117070	12/24/08	\$4,750.00
117071	12/24/08	\$8,500.00
117054	12/19/08	\$7,500.00
117055	12/19/08	\$4,750.00
903219	12/16/08	\$10,472.50
117027	12/12/08	\$4,496.71
117020	12/11/08	\$4,800.00
117021	12/11/08	\$7,500.00
116991	12/04/08	\$7,500.00
116992	12/04/08	\$4,800.00
903209	12/01/08	\$10,472.50
116976	12/01/08	\$4,500.00

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Reference No.	Date	Amount
116957	11/25/08	\$8,500.00
116948	11/21/08	\$4,500.00
116942	11/20/08	\$4,750.00
116943	11/20/08	\$7,500.00
903199	11/14/08	\$10,472.50
116913	11/13/08	\$7,500.00
116914	11/13/08	\$4,500.00
116899	11/11/08	\$4,850.00
116888	11/06/08	\$12,500.00
903190	10/31/08	\$10,472.50
116867	10/30/08	\$4,800.00
116852	10/27/08	\$3,500.00
116853	10/27/08	\$8,750.00
116843	10/24/08	\$7,500.00
116844	10/24/08	\$4,500.00
116824	10/20/08	\$7,500.00
903182	10/16/08	\$10,472.50
116814	10/16/08	\$7,500.00
116815	10/16/08	\$4,500.00
116804	10/15/08	\$4,750.00
116798	10/10/08	\$12,500.00
116778	10/07/08	\$4,500.00
116772	10/06/08	\$4,750.00
116760	10/02/08	\$7,500.00
116761	10/02/08	\$4,500.00
903174	10/01/08	\$10,472.50
116746	09/29/08	\$7,750.00
116735	09/25/08	\$7,500.00
116736	09/25/08	\$4,750.00
116707	09/18/08	\$5,200.00
116708	09/18/08	\$4,800.00
903166	09/16/08	\$10,472.50
116695	09/11/08	\$8,500.00
116684	09/08/08	\$8,500.00
116685	09/08/08	\$4,500.00
116672	09/04/08	\$4,750.00
116673	09/04/08	\$7,500.00
Transfers Within Two Year Period:		\$1,588,859.71

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Transfers

Reference No.	Date	Amount
903158	08/29/08	\$10,472.50
903152	08/28/08	\$10,472.50
903152V	08/28/08	-\$10,472.50
116641	08/25/08	\$4,750.00
116637	08/22/08	\$7,500.00
116632	08/21/08	\$4,500.00
116633	08/21/08	\$9,500.00
116613	08/19/08	\$12,500.00
116614	08/19/08	\$4,750.00
903142	08/15/08	\$10,472.50
116591	08/12/08	\$4,500.00
116592	08/12/08	\$4,750.00
116586	08/08/08	\$4,500.00
116587	08/08/08	\$12,500.00
116573	08/05/08	\$4,750.00
903131	08/01/08	\$10,472.50
116536	07/24/08	\$4,500.00
116537	07/24/08	\$4,750.00
116538	07/24/08	\$9,300.00
903122	07/16/08	\$10,472.50
116496	07/15/08	\$4,500.00
116489	07/11/08	\$4,500.00
116490	07/11/08	\$7,500.00
116484	07/10/08	\$4,800.00
116472	07/07/08	\$7,500.00
116467	07/03/08	\$18,500.00
116456	07/02/08	\$4,500.00
903113	07/01/08	\$10,472.50
116442	06/30/08	\$4,750.00
116417	06/19/08	\$7,500.00
116418	06/19/08	\$3,500.00
116410	06/18/08	\$4,750.00
903103	06/16/08	\$10,472.50
116393	06/13/08	\$4,500.00
116394	06/13/08	\$12,500.00
116378	06/11/08	\$4,000.00
116379	06/11/08	\$4,700.00
116365	06/06/08	\$4,800.00

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Transfers

Reference No.	Date	Amount
116366	06/06/08	\$12,500.00
903095	06/02/08	\$10,472.50
116345	05/30/08	\$6,950.00
903091	05/29/08	\$25,928.69
903092	05/29/08	\$25,928.69
116322	05/23/08	\$4,500.00
116323	05/23/08	\$4,750.00
116303	05/20/08	\$7,500.00
903086	05/16/08	\$10,472.50
116284	05/14/08	\$4,800.00
116285	05/14/08	\$4,750.00
903081	05/08/08	\$21,994.77
903082	05/08/08	\$21,994.77
116255	05/06/08	\$4,750.00
903076	05/01/08	\$10,472.50
116227	04/25/08	\$4,500.00
116228	04/25/08	\$12,500.00
116203	04/18/08	\$4,500.00
116204	04/18/08	\$8,500.00
903069	04/16/08	\$10,472.50
116188	04/15/08	\$15,000.00
116185	04/14/08	\$4,500.00
116176	04/10/08	\$8,500.00
116177	04/10/08	\$4,800.00
116150	04/03/08	\$4,500.00
903062	04/01/08	\$10,472.50
116132	03/31/08	\$4,800.00
116112	03/20/08	\$4,800.00
116113	03/20/08	\$7,500.00
903054	03/17/08	\$10,472.50
116096	03/14/08	\$7,500.00
903047	03/04/08	\$15,654.20
903048	03/04/08	\$15,409.63
903049	03/04/08	\$6,583.53
116050	03/04/08	\$6,500.00
116051	03/04/08	\$4,500.00
903044	02/29/08	\$10,472.50
116013	02/19/08	\$4,800.00

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Transfers

Reference No.	Date	Amount
116014	02/19/08	\$4,500.00
903037	02/15/08	\$10,472.50
903031	02/12/08	\$16,302.64
903031V	02/12/08	-\$16,302.64
903032	02/12/08	\$15,654.20
903033	02/12/08	\$15,654.20
115988	02/11/08	\$8,500.00
115989	02/11/08	\$4,750.00
115985	02/08/08	\$4,500.00
115980	02/07/08	\$7,500.00
115981	02/07/08	\$4,750.00
903023	02/01/08	\$10,472.50
115937	01/28/08	\$4,750.00
115938	01/28/08	\$8,500.00
115930	01/24/08	\$8,500.00
115931	01/24/08	\$4,800.00
115924	01/22/08	\$7,500.00
115919	01/18/08	\$4,500.00
115920	01/18/08	\$4,800.00
903014	01/15/08	\$10,472.50
115899	01/14/08	\$4,500.00
115900	01/14/08	\$4,750.00
115889	01/10/08	\$8,500.00
115886	01/09/08	\$4,750.00
115874	01/04/08	\$7,500.00
115875	01/04/08	\$4,800.00
115869	01/03/08	\$15,000.00
115870	01/03/08	\$4,800.00
902999	12/28/07	\$10,472.50
115858	12/28/07	\$4,500.00
115856	12/27/07	\$7,500.00
115857	12/27/07	\$4,750.00
115839	12/21/07	\$6,250.00
115840	12/21/07	\$4,500.00
902990	12/17/07	\$10,472.50
115827	12/17/07	\$4,500.00
115828	12/17/07	\$6,500.00
115821	12/14/07	\$6,250.00

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Reference No.	Date	Amount
115822	12/14/07	\$4,750.00
115787	12/06/07	\$3,500.00
115788	12/06/07	\$4,750.00
115776	12/03/07	\$14,000.00
902981	11/30/07	\$10,472.50
115756	11/26/07	\$7,000.00
115757	11/26/07	\$4,800.00
115758	11/26/07	\$4,750.00
115741	11/21/07	\$5,000.00
115725	11/19/07	\$7,500.00
115726	11/19/07	\$8,500.00
902955	11/15/07	\$10,472.50
115713	11/14/07	\$4,800.00
115714	11/14/07	\$4,750.00
115703	11/13/07	\$7,325.00
115694	11/08/07	\$10,000.00
115675	11/02/07	\$4,800.00
115676	11/02/07	\$4,000.00
902914	11/01/07	\$10,472.50
115673	11/01/07	\$10,000.00
115654	10/29/07	\$10,000.00
115655	10/29/07	\$3,750.00
115648	10/25/07	\$3,000.00
115649	10/25/07	\$4,750.00
902884	10/16/07	\$10,472.50
115570	10/03/07	\$6,800.00
115571	10/03/07	\$7,500.00
902852	10/01/07	\$10,472.50
115561	09/27/07	\$7,500.00
115556	09/26/07	\$4,750.00
115548	09/24/07	\$7,500.00
115538	09/20/07	\$9,250.00
115532	09/19/07	\$4,750.00
115524	09/17/07	\$9,000.00
902821	09/14/07	\$10,472.50
115511	09/13/07	\$6,500.00
115492	09/10/07	\$7,500.00
902792	09/06/07	\$25,000.00

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Transfers

Reference No.	Date	Amount
115476	09/04/07	\$4,750.00
115477	09/04/07	\$4,500.00
902789	08/31/07	\$10,472.50
115469	08/30/07	\$4,500.00
115470	08/30/07	\$12,000.00
115458	08/27/07	\$4,800.00
115455	08/24/07	\$7,500.00
115456	08/24/07	\$5,000.00
115434	08/20/07	\$7,500.00
115435	08/20/07	\$6,000.00
902743	08/16/07	\$10,472.50
902760	08/16/07	\$25,000.00
115409	08/13/07	\$7,500.00
115410	08/13/07	\$6,000.00
115401	08/07/07	\$4,000.00
902725	08/06/07	\$25,000.00
902725V	08/06/07	-\$25,000.00
902726	08/06/07	\$25,000.00
115391	08/03/07	\$4,500.00
115382	08/02/07	\$1,156.25
115383	08/02/07	\$8,500.00
115384	08/02/07	\$4,750.00
902706	08/01/07	\$10,472.50
115359	07/27/07	\$4,800.00
115347	07/23/07	\$4,500.00
115348	07/23/07	\$4,800.00
115341	07/20/07	\$4,500.00
115342	07/20/07	\$4,750.00
902671	07/16/07	\$10,472.50
115311	07/11/07	\$4,800.00
115312	07/11/07	\$4,500.00
115297	07/09/07	\$4,800.00
115298	07/09/07	\$8,500.00
115290	07/05/07	\$6,500.00
115291	07/05/07	\$4,500.00
902641	07/02/07	\$10,472.50
115271	07/02/07	\$4,800.00
115267	06/29/07	\$4,750.00

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EXHIBIT A
Larry Douglas McCann
Transfers

Reference No.	Date	Amount
115259	06/26/07	\$3,000.00
115251	06/22/07	\$3,750.00
115247	06/21/07	\$4,500.00
115248	06/21/07	\$4,250.00
115235	06/19/07	\$4,800.00
902610	06/15/07	\$10,472.50
902610V	06/15/07	-\$10,472.50
902614	06/15/07	\$10,472.50
115225	06/14/07	\$4,500.00
115222	06/12/07	\$4,750.00
115198	06/05/07	\$4,750.00
115194	06/04/07	\$6,000.00
902566	06/01/07	\$10,472.50
115181	05/29/07	\$4,750.00
115182	05/29/07	\$4,750.00
115176	05/24/07	\$4,000.00
115155	05/17/07	\$4,750.00
115156	05/17/07	\$4,500.00
902533	05/16/07	\$10,472.50
115147	05/16/07	\$2,621.22
115135	05/10/07	\$4,750.00
115118	05/04/07	\$4,500.00
115119	05/04/07	\$4,000.00
902504	05/01/07	\$10,472.50
Transfers Within Four Year Period:		\$3,146,657.36